EXHIBIT B

PROSPECTUS SUPPLEMENT
(to Prospectus dated August 26, 2005)

$471,723,208
(Approximate)
IndyMac MBS, Inc.
Depositor
[IndyMac Bank, F.S.B. LOGO]
Seller and Master Servicer

Residential Asset Securitization Trust 2005-A11CB
Issuer
Distributions payable monthly, beginning October 25, 2005

The following classes of certificates are being offered pursuant to this prospectus supplement and the accompanying prospectus:

	Initial Class Certificate Balance	Pass-Through Rate		Initial Class Certificate Balance	Pass-Through Rate
Class 1-A-1	$ 216,806,000	Variable	Class PO	$ 4,910,757	N/A
Class 1-A-2	Notional	Variable	Class 1-A-X	Notional	Variable
Class 1-A-3	$ 6,866,000	5.50%	Class 2-A-X	Notional	Variable
Class 1-A-4	$ 45,000,000	5.50%	Class A-R	$ 100	5.50%
Class 1-A-5	$ 25,385,000	5.50%	Class B-1	$ 10,977,521	Variable
Class 1-A-6	$ 25,475,000	5.50%	Class B-2	$ 1,908,845	Variable
Class 2-A-1	$ 82,019,000	4.85%	Class B-3	$ 3,579,084	Variable
Class 2-A-2	Notional	6.00%	Class B-4	$ 1,193,028	Variable
Class 2-A-3	$ 1,249,000	6.00%	Class B-5	$ 2,386,056	Variable
Class 2-A-4	$ 41,987,000	6.00%	Class B-6	$ 715,817	Variable
Class 2-A-5	$ 1,265,000	6.00%			

Consider carefully the risk factors beginning on page S-7 in this prospectus supplement and on page 4 in the prospectus.

The Class 1-A-2, Class 2-A-2, Class 1-A-X and Class 2-A-X Certificates are interest only, notional amount certificates. The Class PO Certificates are principal only certificates and will not bear interest. The pass-through rates for the Class 1-A-1, Class 1-A-2, Class 1-A-X, Class 2-A-X, Class B-1, Class B-2, Class B-3, Class B-4, Class B-5 and Class B-6 Certificates are calculated as described in this prospectus supplement under "Description of the Certificates – Interest."

The Class B-1, Class B-2, Class B-3, Class B-4, Class B-5 and Class B-6 Certificates are subordinated to the other classes of offered certificates (we sometimes call these other classes of certificates the senior certificates). Subordination provides a form of credit enhancement for the classes of senior certificates.

The assets of the trust fund will consist of two loan groups, each comprised primarily of 30-year conventional fixed-rate mortgage loans secured by first liens on one- to four-family residential properties.

These securities have not been approved or disapproved by the Securities and Exchange Commission or any state securities commission nor has the Securities and Exchange Commission or any state securities commission passed upon the accuracy or adequacy of this prospectus supplement or the prospectus. Any representation to the contrary is a criminal offense.

UBS Securities LLC will offer the senior certificates listed above to the public at varying prices to be determined at the time of sale. Lehman Brothers Inc. will offer the Class B-1, Class B-2, Class B-3, Class B-4, Class B-5 and Class B-6 Certificates to the public at varying prices to be determined at the time of sale. The proceeds to the depositor from the sale of these certificates (other than the Class 1-A-X and Class 2-A-X Certificates) are expected to be approximately 100.14141314% of the aggregate class certificate balance of the offered certificates plus, other than in the case of the Class PO Certificates, accrued interest, before deducting expenses. See "Method of Distribution" in this prospectus supplement. The offered certificates (other than the Class A-R Certificates) will be available for delivery on or about September 28, 2005 to investors in book-entry form through the facilities of The Depository Trust Company, and, upon request, through Clearstream, Luxembourg or the Euroclear System.

Neither the seller and master servicer nor the depositor is a, nor is either of them affiliated with any, government agency, instrumentality or government sponsored enterprise. The offered certificates are not bank accounts and are not insured by the FDIC or any other governmental entity.

UBS Investment Bank **Lehman Brothers Inc.**

minimum taxable income cannot be less than the sum of the taxpayer's excess inclusions for the year. In addition, the amount of any alternative minimum tax net operating loss is determined without regard to any excess inclusions.

Purchasers of the Class A-R Certificates are encouraged to consider carefully the tax consequences of an investment in such Certificates discussed in the prospectus and consult their tax advisors with respect to those consequences. See *"Material Federal Income Tax Consequences — REMIC Certificates — b. Residual Certificates"* in the prospectus. In particular, prospective holders of Class A-R Certificates should consult their tax advisors regarding whether a Class A-R Certificate will be treated as a "noneconomic" residual interest, as a "tax avoidance potential" residual interest or as both. Among other things, holders of Class A-R Certificates that are treated as "noneconomic residual interests" under the Code should be aware of REMIC regulations that govern the treatment of "inducement fees" and that may affect their ability to transfer their Class A-R Certificates. See *"Material Federal Income Tax Consequences — Tax-Related Restrictions on Transfer of Residual Certificates — Noneconomic Residual Certificates," and "Material Federal Income Tax Consequences — b. Residual Certificate," "— Excess Inclusions"* in the prospectus.

ERISA CONSIDERATIONS

Any fiduciary of an employee benefit or other plan or arrangement (such as an individual retirement account or Keogh plan) that is subject to the Employee Retirement Income Security Act of 1974, as amended ("***ERISA***"), or to Section 4975 of the Code (a "***Plan***") that proposes to cause the Plan to acquire any of the offered certificates (directly or indirectly through investment by an entity or account holding assets of the Plan) is encouraged to consult with its counsel with respect to the potential consequences of the Plan's acquisition and ownership of the certificates under ERISA and Section 4975 of the Code. *See "ERISA Considerations" in the prospectus.* Section 406 of ERISA prohibits "parties in interest" with respect to an employee benefit plan subject to ERISA from engaging in various different types of transactions involving the Plan and its assets unless a statutory, regulatory or administrative exemption applies to the transaction. Section 4975 of the Code imposes excise taxes on prohibited transactions involving "disqualified persons" and Plans described under that Section. ERISA authorizes the imposition of civil penalties for prohibited transactions involving Plans not subject to the requirements of Section 4975 of the Code.

Some employee benefit plans, including governmental plans and some church plans, are not subject to ERISA's requirements. Accordingly, assets of those plans may be invested in the offered certificates without regard to the ERISA considerations described in this prospectus supplement and in the prospectus, subject to the provisions of other applicable federal and state law. Any of those plans that is qualified and exempt from taxation under Sections 401(a) and 501(a) of the Code may be subject to the prohibited transaction rules set forth in Section 503 of the Code.

Investments by Plans or with assets of Plans that are subject to ERISA must satisfy ERISA's general fiduciary requirements, including the requirement of investment prudence and diversification and the requirement that a Plan's investments be made in accordance with the documents governing the Plan. A fiduciary that decides to invest the assets of a Plan in the offered certificates should consider, among other factors, the extreme sensitivity of the investment to the rate of principal payments (including prepayments) on the Mortgage Loans. It is anticipated that the certificates will constitute "equity interests" for the purpose of the Plan Assets Regulation.

The U.S. Department of Labor has granted the underwriters substantially identical administrative exemptions (each, an "***Exemption***") from some of the prohibited transaction rules of ERISA and the related excise tax provisions of Section 4975 of the Code with respect to the initial purchase, the holding and the subsequent resale by Plans of securities, including certificates, in pass-through trusts that consist of specified receivables, loans and other obligations that meet the conditions and requirements of the Exemption. The Exemption applies to mortgage loans such as the Mortgage Loans. The Exemption extends exemptive relief to certificates, including subordinated certificates, rated in the four highest generic rating categories in certain designated transactions when the conditions of the Exemption, including the requirement that an investing plan be an "accredited investor" as defined in Rule 501(a)(1) of Regulation D under the Securities Act of 1933, as amended, are met.

For a general description of the Exemption and the conditions that must be satisfied for the Exemption to apply, *see "ERISA Considerations" in the prospectus.*

It is expected that the Exemption will apply to the acquisition and holding by Plans of the offered certificates (other than the Class A-R Certificates) and that all conditions of the Exemption other than those within the control of the investors will be met. In addition, as of the date hereof, there is no single mortgagor that is the obligor on five percent (5%) of the Mortgage Loans included in the trust fund by aggregate unamortized principal balance of the assets of the trust fund. The rating of a certificate may change. If a class of certificates no longer has a rating of at least BBB- or its equivalent from at least one of S&P, Fitch, Inc. or Moody's, certificates of that class will no longer be eligible for relief under the Exemption (although a Plan that had purchased the certificate when it had an investment-grade rating would not be required by the Exemption to dispose of it).

Because the characteristics of the Class A-R Certificates may not meet the requirements of the Exemption, or any other issued exemption under ERISA, a Plan may have engaged in a prohibited transaction giving rise to excise taxes or civil penalties if it purchases and holds Class A-R Certificates. Consequently, transfers of the Class A-R Certificates (and of certificates of any class that, because of a change of rating, no longer satisfy the rating requirement of the Exemption) will not be registered by the trustee unless the trustee receives:

- **a representation from the transferee of the certificate, acceptable to and in form and substance satisfactory to the trustee, that the transferee is not a Plan, or a person acting on behalf of a Plan or using a Plan's assets to effect the transfer;**

- **a representation that the transferee is an insurance company which is purchasing the certificate with funds contained in an "insurance company general account" (as defined in Section V(e) of Prohibited Transaction Class Exemption 95-60 ("*PTCE 95-60*")) and that the purchase and holding of the certificate satisfy the requirements for exemptive relief under Sections I and III of PTCE 95-60; or**

- **an opinion of counsel satisfactory to the trustee that the purchase and holding of the certificate by a Plan, or a person acting on behalf of a Plan or using a Plan's assets, will not result in a non-exempt prohibited transaction under ERISA or Section 4975 of the Code and will not subject the trustee or the master servicer to any obligation in addition to those undertaken in the pooling and servicing agreement.**

If the representation is not true, or any attempt to transfer to a Plan or person acting on behalf of a Plan or using a Plan's assets is initiated without the required opinion of counsel, the attempted transfer or acquisition shall be void.

Prospective Plan investors are encouraged to consult with their legal advisors concerning the impact of ERISA and the Code, the effect of the Plan Assets Regulation and the applicability of the Exemption described in the prospectus, and the potential consequences in their specific circumstances, before making an investment in any of the offered certificates. Moreover, each Plan fiduciary is encouraged to determine whether, under the general fiduciary standards of investment prudence and diversification, an investment in any of the offered certificates is appropriate for the Plan, taking into account the overall investment policy of the Plan and the composition of the Plan's investment portfolio.

The sale of offered certificates to a Plan is in no respect a representation by the issuer or any underwriter of the certificates that this investment meets all relevant legal requirements with respect to investments by Plans generally or any particular Plan, or that this investment is appropriate for Plans generally or any particular Plan.

METHOD OF DISTRIBUTION

Subject to the terms and conditions set forth in the underwriting agreement among the depositor, UBS Securities LLC, an affiliate of the Cap Counterparty ("***UBS***"), and Lehman Brothers Inc. ("***Lehman Brothers***" and, together with UBS, the "***underwriters***") the depositor has agreed to sell the senior certificates (the "***UBS***